

EXHIBIT 1

IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI

ASARCO LLC,)	
)	
Plaintiff,)	
)	Case No. 4:11-cv-00864 JAR
)	
NL INDUSTRIES, INC., et al.,)	
)	
Defendants.)	

**DECLARATION OF CAROLYN L. MCINTOSH IN SUPPORT OF UNION PACIFIC'S
STATEMENT OF UNCONTROVERTED MATERIAL FACTS IN SUPPORT OF
SUMMARY JUDGMENT**

I, Carolyn L. McIntosh, pursuant to the provisions of 28 U.S.C. § 1746 certify as follows:

1. My name is Carolyn L. McIntosh. I am over 21 years of age. I am an attorney at Squire Patton Boggs (US) LLP. I am familiar with the above-captioned action, and the documents set forth below, as a result of my role as counsel for Union Pacific Railroad Company (“Union Pacific”). Based on my review of these documents in preparing this declaration, I have personal knowledge of the facts stated herein.

2. I submit this declaration in support of Union Pacific's Statement of Uncontroverted Material Facts in Support of Summary Judgment.

3. Attached as Exhibit 2 is a true and correct copy of the Settlement Agreement Regarding the Southeast Missouri (“SEMO”) Sites filed in the Asarco Chapter 11 bankruptcy case in United States Bankruptcy Court, Southern District of Texas, Corpus Christi Division, Cause No. 05-21207 (the “Bankruptcy”) (Bankr. Doc. 7070-2).

4. Attached as Exhibit 3 is a true and correct copy of the Motion for Order Approving Settlement Agreement filed in the Bankruptcy (Bankr. Doc. 7070).

5. Attached as Exhibit 4 is a true and correct copy of the SEMO Settlement Hearing Transcript from the Bankruptcy (Bankr. Doc. 7748).

6. Attached as Exhibit 5 is a true and correct copy of the Order Approving Settlement Agreement after Public Comment for the Southeast Missouri (SEMO) Sites filed in the Bankruptcy (Bankr. Doc. 7674).

7. Attached as Exhibit 6 is a true and correct copy of Asarco's Schedules of Assets and Liabilities, Schedule F-6, filed in the Bankruptcy (Bankr. Doc. 878).

8. Attached as Exhibit 7 is a true and correct copy of the Asarco Confirmed Plan of Reorganization filed in the Bankruptcy (Bankr. Doc. 12728).

9. Attached as Exhibit 8 is a true and correct copy of Plan Exhibit 9, Schedule of Preserved Litigation Claims filed in the Bankruptcy (Bankr. Doc. 12728-10).

10. Attached as Exhibit 9 is a set of excerpts taken from the true and correct copy of the transcript of the Deposition of Robert Grimaila taken November 7, 2013, in the present action.

11. Attached as Exhibit 10 is a set of excerpts taken from the true and correct copy of the transcript of the Rule 30(b)(6) Deposition of Asarco by John Christopher Pfahl, taken March 19, 2014, in the present action.

12. Attached as Exhibit 11 is a true and correct copy of the NewFields Draft Report, "Historic Railroads St. Francois County Mined Areas," dated January 29, 2007.

13. Attached as Exhibit 12 is a set of excerpts taken from the true and correct copy of the transcript of the Deposition of Donald A. Robbins, taken April 18, 2014, in the present action.

14. Attached as Exhibit 13 is a true and correct copy of the Declaration of John Hawkins in support of Union Pacific's Statement of Uncontroverted Material Facts in Support of Summary Judgment filed in the present action. Also included with Mr. Hawkins' Declaration are true and correct copies of six documents that he refers to in his Declaration.

15. Attached as Exhibit 14 is a set of excerpts taken from the true and correct copy of the transcript of the Deposition of John Hawkins taken March 6, 2014 in the present action.

16. Attached as Exhibit 15 is a set of excerpts taken from the true and correct copy of the transcript of the Deposition of Paul V. Rosasco taken February 27, 2014 in the present action.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 14, 2014.



Carolyn L. McIntosh

Attorney